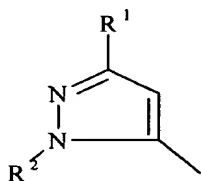


This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (Currently Amended) A compound of formula I or a pharmaceutically acceptable salt thereof



wherein A is

wherein R¹ is C₃-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₁-C₁₀ alkyl or up to per-halosubstituted C₃-C₁₀ cycloalkyl;

B is an up to tricyclic, aryl or heteroaryl moiety of up to 30 carbon atoms with at least one 5- or 6-member aromatic structure containing 0-4 members of the group consisting of nitrogen, oxygen and sulfur, substituted by -M-L¹ and optionally substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and X_n,

wherein n is 0-2 and each X is independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)NR⁵R^{5'}, -C(O)R⁵, -NO₂, -OR⁵, -SR⁵, -NR⁵R^{5'}, -NR⁵C(O)OR^{5'}, -NR⁵C(O)R^{5'}, C₁-C₁₀ alkyl, C₂-C₁₀ alkenyl, C₁-C₁₀ alkoxy, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₇-C₂₄ alkaryl, C₃-C₁₃ heteroaryl, C₄-C₂₃ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₂-C₁₀ alkenyl, substituted C₁-C₁₀ alkoxy, substituted C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₆-C₁₄ aryl, up to per-halosubstituted C₃-C₁₃ heteroaryl, substituted C₄-C₂₃ alkheteroaryl and -M-L¹;

where X is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NO}_2$, $-\text{NR}^5\text{C}(\text{O})\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$ and halogen up to per-halosubstitution;

wherein R^5 and $\text{R}^{5'}$ are independently selected from H, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_2\text{-C}_{10}$ alkenyl, $\text{C}_3\text{-C}_{10}$ cycloalkyl, $\text{C}_6\text{-C}_{14}$ aryl, $\text{C}_3\text{-C}_{13}$ heteroaryl, $\text{C}_7\text{-C}_{24}$ alkaryl, $\text{C}_4\text{-C}_{23}$ alkheteroaryl, up to per-halosubstituted $\text{C}_1\text{-C}_{10}$ alkyl, up to perhalosubstituted $\text{C}_2\text{-C}_{10}$ alkenyl, up to per-halosubstituted $\text{C}_3\text{-C}_{10}$ cycloalkyl, up to per-halosubstituted $\text{C}_6\text{-C}_{14}$ aryl and up to per-halosubstituted $\text{C}_3\text{-C}_{13}$ heteroaryl,

wherein M is $-\text{O}-$, $-\text{S}-$, $-\text{N}(\text{R}^5)-$, $-(\text{CH}_2)_m-$, $-\text{C}(\text{O})-$, $-\text{CH}(\text{OH})-$, $-(\text{CH}_2)_m\text{O}-$, $-\text{NR}^5\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})-$, $-\text{C}(\text{O})\text{NR}^5$, $-\text{O}(\text{CH}_2)_m-$, $-(\text{CH}_2)_m\text{S}-$, $-(\text{CH}_2)_m\text{N}(\text{R}^5)-$, $-\text{O}(\text{CH}_2)_m-$, $-\text{CHX}^a-$, $-\text{CX}^a_2-$, $-\text{S}-(\text{CH}_2)_m-$ or $-\text{N}(\text{R}^5)(\text{CH}_2)_m-$,

$m = 1-3$, and X^a is halogen; and

L^1 is a 5-10 ~~or~~ 6 member aromatic structure containing 0-2 members of the group consisting of nitrogen, oxygen and sulfur atoms, which is unsubstituted or substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1} , wherein $n1$ is 0 to 3 and each Z is independently $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{C}(\text{O})\text{NR}^5$, $-\text{NO}_2$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$, $-\text{C}(\text{O})\text{R}^5$, $\text{NR}^5\text{C}(\text{O})\text{R}^{5'}$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_3\text{-C}_{10}$ cycloalkyl, $\text{C}_6\text{-C}_{14}$ aryl, $\text{C}_3\text{-C}_{13}$ heteroaryl, $\text{C}_7\text{-C}_{24}$ alkaryl, $\text{C}_4\text{-C}_{23}$ alkheteroaryl, substituted $\text{C}_1\text{-C}_{10}$ alkyl, substituted $\text{C}_3\text{-C}_{10}$ cycloalkyl, substituted $\text{C}_7\text{-C}_{24}$ alkaryl or substituted $\text{C}_4\text{-C}_{23}$ alkheteroaryl;

wherein if Z is a substituted group, it is substituted by the one or more substituents independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NO}_2$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{R}^{5'}$ and $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$, and

wherein R^2 is $\text{C}_6\text{-C}_{14}$ aryl, $\text{C}_3\text{-C}_{14}$ heteroaryl, substituted $\text{C}_6\text{-C}_{14}$ aryl or substituted $\text{C}_3\text{-C}_{14}$ heteroaryl,

wherein if R^2 is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and V_n ,

wherein $n = 0-3$ and each V is independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{C}(\text{O})\text{R}^5$, $-\text{OC}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$, $-\text{SO}_2\text{R}^5$, $-\text{SOR}^5$, $-\text{NR}^5\text{C}(\text{O})\text{R}^{5'}$, $-\text{NO}_2$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_3\text{-C}_{10}$ cycloalkyl, $\text{C}_6\text{-C}_{14}$ aryl, $\text{C}_3\text{-C}_{13}$ heteroaryl, $\text{C}_7\text{-C}_{24}$

alkaryl, C₄-C₂₄ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₃-C₁₀ cycloalkyl, substituted C₆-C₁₄ aryl, substituted C₃-C₁₃ heteroaryl, substituted C₇-C₂₄ alkaryl and substituted C₄-C₂₄ alkheteroaryl,

where if V is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R⁵, -NR⁵R⁵, -OR⁵, -SR⁵, -NR⁵C(O)R⁵, -NR⁵C(O)OR⁵ and -NO₂; wherein R⁵ and R⁵ are each independently as defined above.

2. (Currently Amended) A compound of claim 1, wherein R² is substituted or unsubstituted phenyl or pyridinyl, and the substituents for R² are selected from the group consisting of halogen, up to per-halosubstitution and V_n, wherein n = 0-3, and each V is independently selected from the group consisting of substituted and unsubstituted C₁-C₆ alkyl, C₃-C₁₀ cycloalkyl, C₆-C₁₀ aryl, -NO₂, -NH₂, -C(O)-C₁₋₆ alkyl, -C(O)N-(C₁₋₆ alkyl)₂, -C(O)NH-C₁₋₆ alkyl, -O-C₁₋₆ alkyl, -NHC(O)H, -NHC(O)OH, -N(C₁₋₆ alkyl)C(O)-C₁₋₆ alkyl, -N-(C₁₋₆ alkyl)C(O)-C₁₋₆ alkyl, -OC(O)NH C₆₋₁₄ aryl, -NHC(O)-C₁₋₆ alkyl, -NHC(O)O-C₁₋₆ alkyl, -S(O)-C₁₋₆ alkyl and -SO₂-C₁₋₆ alkyl,

wherein if V is a substituted group, it is substituted by one or more halogen, up to per-halosubstitution.

3. (Cancelled)

4. (Previously presented) A compound of claim 1, wherein M is selected from the group consisting of -O-, -S-, -CH₂-, -SCH₂-, -CH₂S-, -CH(OH), -C(O)-, -CX^a₂, -CX^aH-, -CH₂O- and -OCH₂-, and X^a is halogen.

5. (Previously presented) A compound of claim 4, wherein B is phenyl, naphthyl, a 5-6 membered monocyclic heteroaryl group having 1-4 hetero atoms independently selected from the group consisting of O, S and N or a 8-10 member bicyclic heteroaryl groups having 1-4 hetero atoms independently selected from the group consisting of

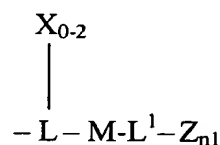
O, S and N;

L^1 is selected from the group consisting of phenyl, pyridinyl, naphthyl, pyrimidinyl, quinolinyl, isoquinolinyl, imidazolyl and benzothiazolyl, unsubstituted or substituted by halogen, up to per-halo substitution, and

Z and X are independently selected from the group consisting of $-R^6$, $-OR^6$ and $-NHR^7$, wherein R^6 is hydrogen, C_1 - C_{10} -alkyl or C_3 - C_{10} -cycloalkyl and R^7 is selected from the group consisting of hydrogen, C_3 - C_{10} -alkyl, C_3 - C_6 -cycloalkyl and C_6 - C_{10} -aryl, wherein R^6 and R^7 can be substituted by halogen or up to per-halosubstitution.

6. (Original) A compound of claim 1, wherein R^1 is t-butyl and R^2 is unsubstituted or substituted phenyl.

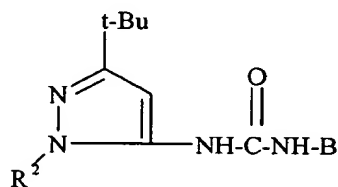
7. (Previously presented) A compound of claim 4, wherein B is of the formula,



wherein L is phenyl, or a six membered aromatic structure containing 1 or 2 nitrogen atoms, L^1 is phenyl or pyridinyl, M is $-O-$, $-S-$ or $-CH_2-$, and X and Z are independently Cl, F, NO_2 or CF_3 .

8. (Original) A compound of claim 7, wherein R^1 is t-butyl.

9. (Original) A compound of claim 1 of the formula



wherein B and R^2 are as defined in claim 1.

10. (Currently Amended) A compound of claim 9, wherein R^2 is selected from substituted and unsubstituted members of the group consisting of phenyl and pyridinyl, wherein if R^2 is a substituted group, it is substituted by one or more of the substituents selected from the group consisting of halogen and W_n , wherein $n = 0-3$, and W is selected from the group consisting of $-NO_2$, $-C_{1-3}$ alkyl, $-NH(O)CH_3$, $-CF_3$, $-OCH_3$, $-F$, $-Cl$, $-NH_2$, $-OC(O)NH$ -up to per-halosubstituted phenyl, $-SO_2CH_3$, pyridinyl, phenyl, up to per-halosubstituted phenyl and C_1-C_6 alkyl substituted phenyl.

11. Cancelled

12. Cancelled

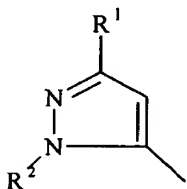
13. Cancelled

14. Cancelled

15. (Currently Amended) A method for the treatment of disease mediated by raf kinase, comprising administering an effective amount of a compound of formula I or a pharmaceutically acceptable salt thereof to a host in need thereof:



wherein A is



wherein R^1 is C_3 - C_{10} alkyl, C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_1 - C_{10} alkyl or up to per-halosubstituted C_3 - C_{10} cycloalkyl;

B is a substituted or unsubstituted, up to tricyclic, aryl or heteroaryl moiety of up to 30 carbon atoms with at least one 5- or 6-member aromatic structure containing 0-4 members of the group consisting of nitrogen, oxygen and sulfur, substituted by $-M-L^1$ and optionally ~~wherein if B is a substituted group, it is~~ substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and X_n ,

wherein n is 0-2 ~~0-3~~ and each X is independently selected from the group consisting of -CN, CO_2R^5 , $-C(O)NR^5R^{5'}$, $-C(O)R^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$, $-NR^5C(O)R^{5'}$, C_1 - C_{10} alkyl, C_{2-10} -alkenyl, C_{1-10} -alkoxy, C_3 - C_{10} cycloalkyl, C_6 - C_{14} aryl, C_7 - C_{24} alkaryl, C_3 - C_{13} heteroaryl, C_4 - C_{23} alkheteroaryl, substituted C_1 - C_{10} alkyl, substituted C_{2-10} -alkenyl, substituted C_{1-10} -alkoxy, substituted C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_6 - C_{14} aryl, up to per-halosubstituted C_3 - C_{13} heteroaryl, substituted C_4 - C_{23} alkheteroaryl and $M-L^1$;

where X is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of -CN, $-CO_2R^5$, $-C(O)R^5$, $-C(O)NR^5R^{5'}$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NO_2$, $-NR^5C(O)R^{5'}$, $-NR^5C(O)OR^{5'}$ and halogen up to per-halosubstitution;

wherein R^5 and $R^{5'}$ are independently selected from H, C_1 - C_{10} alkyl, C_{2-10} -alkenyl, C_3 - C_{10} cycloalkyl, C_6 - C_{14} aryl, C_3 - C_{13} heteroaryl, C_7 - C_{24} alkaryl, C_4 - C_{23} alkheteroaryl, up to per-halosubstituted C_1 - C_{10} alkyl, up to per-halosubstituted C_{2-10} -alkenyl, up to per-halosubstituted C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_6 - C_{14} aryl and up to per-halosubstituted C_3 - C_{13} heteroaryl,

wherein M is -O-, -S-, $-N(R^5)$ -, $-(CH_2)_m$ -, $-C(O)$ -, $-CH(OH)$ -, $-(CH_2)_mO$ -, $-(CH_2)_mS$ -, $-(CH_2)_mN(R^5)$ -, $-O(CH_2)_m$ -, $-CHX^a$ -, $-CX^a_2$ -, $-S-(CH_2)_m$ - or $-N(R^5)(CH_2)_m$ -,

$m = 1-3$, and X^a is halogen; and

L^1 is a 5- or 6-member aromatic structure containing 0-2 members of the group consisting of nitrogen, oxygen and sulfur atoms which is unsubstituted or substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1} , wherein $n1$ is 0 to 3 and each Z is independently -CN, $-C(O)R^5$,

$-CO_2R^5$, $-C(O)NR^5R^{5'}$, $-C(O)NR^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$,

-NR⁵C(O)R^{5'}, C₁-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₃ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₃-C₁₀ cycloalkyl, substituted C₇-C₂₄ alkaryl or substituted C₄-C₂₃ alkheteroaryl;

wherein if Z is a substituted group, it is substituted by the one or more substituents independently selected from the group consisting of -CN, -CO₂R⁵,

-C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NO₂, -NR⁵R^{5'}, -NR⁵C(O)R^{5'} and -NR⁵C(O)OR^{5'}, and

wherein R² is C₆-C₁₄ aryl, C₃-C₁₄ heteroaryl, substituted C₆-C₁₄ aryl or substituted C₃-C₁₄ heteroaryl,

wherein if R² is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and V_n,

wherein n = 0-3 and each V is independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵R^{5'}, -OC(O)NR⁵R^{5'}, -NR⁵C(O)OR^{5'}, -NR⁵C(O)OR^{5'}, -SO₂R⁵, -SOR⁵, -NR⁵C(O)R^{5'}, -NO₂, C₁-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₄ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₃-C₁₀ cycloalkyl, substituted C₆-C₁₄ aryl, substituted C₃-C₁₃ heteroaryl, substituted C₇-C₂₄ alkaryl and substituted C₄-C₂₄ alkheteroaryl,

where V is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R^{5'}, -NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵C(O)R^{5'}, -NR⁵C(O)OR^{5'} and -NO₂,

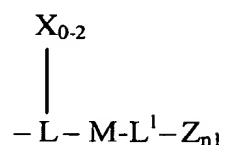
wherein R⁵ and R^{5'} are each independently as defined above.

16. (Original) A method as in claim 15, wherein R² is selected from substituted or unsubstituted members of the group consisting of phenyl and pyridinyl, and the substituents for R² are selected from the group consisting of halogen, up to per-halosubstitution and V_n, wherein n = 0-3, and each V is independently selected from the group consisting of substituted and unsubstituted C₁-C₆ alkyl, C₃-C₁₀ cycloalkyl, C₆-C₁₀ aryl, -NO₂, -NH₂, -C(O)-C₁₋₆ alkyl, -C(O)N-(C₁₋₆ alkyl)₂, -C(O)NH-C₁₋₆ alkyl, -O-C₁₋₆ alkyl, -NHC(O)H, -NHC(O)OH, -N(C₁₋₆ alkyl)C(O)-C₁₋₆ alkyl, -N-(C₁₋₆ alkyl)C(O)-C₁₋₆ alkyl, -NHC(O)-C₁₋₆alkyl, -NHC(O)O-C₁₋₆ alkyl, -S(O)-C₁₋₆

alkyl and -SO₂-C₁₋₆ alkyl, wherein if V is a substituted group, it is substituted by one or more halogen, up to per-halosubstitution.

17. (Cancelled)

18. (Previously presented) A method of claim 15, wherein B is



wherein

M is selected from the group consisting of -O-, -S-, -CH₂-, -SCH₂-, -CH₂S-, -CH(OH)-, -C(O)-, -CX^a₂, -CX^aH-, -CH₂O- and -OCH₂-,

X^a is halogen,

L is six member aromatic structure containing 0-2 nitrogen, unsubstituted or substituted by halogen, up to per-halosubstitution;

L¹ is a mono- or bicyclic aromatic structure of 5-10 members with 3 to 10 carbon atoms and 0-2 members of the group consisting of N, O and S, unsubstituted or substituted by halogen up to per-halosubstitution,

X, Z, and n₁ are as defined in claim 15.

19. (Previously presented) A method as in claim 18, wherein

L is phenyl or pyridinyl, unsubstituted or substituted by halogen, up to per-halosubstitution,

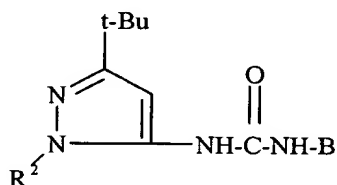
L¹ is selected from the group consisting of phenyl, pyridinyl, naphthyl, pyrimidinyl,

quinolinyl, isoquinolinyl, imidazolyl and benzothiazolyl, substituted or unsubstituted by halogen, up to per-halo substitution, and

Z and X are independently selected from the group consisting of $-R^6$, $-OR^6$ and $-NHR^7$, wherein R^6 is hydrogen, C_1 - C_{10} -alkyl or C_3 - C_{10} -cycloalkyl and R^7 is selected from the group consisting of hydrogen, C_3 - C_{10} -alkyl, C_3 - C_6 -cycloalkyl and C_6 - C_{10} -aryl, wherein R^6 and R^7 can be substituted by halogen or up to per-halosubstitution.

20. (Previously presented) A method as in claim 18, wherein L is phenyl, L^1 is phenyl or pyridinyl, M is $-O-$, $-S-$ or $-CH_2-$, and X and Z are independently Cl, F, NO_2 or CF_3 .

21. (Previously presented) A method as in claim 15, which comprises administering a compound of the formula



wherein B and R^2 are as defined in claim 15.

22. (Currently Amended) A method as in claim 21, wherein R^2 is selected from substituted and unsubstituted members of the group consisting of phenyl or pyridinyl, wherein if R^2 is a substituted group, it is substituted by one or more substituents selected from the group consisting of halogen and W_n , wherein $n = 0-3$, and W is selected from the group consisting of $-NO_2$, $-C_{1-3}$ alkyl, $-NH(O)CH_3$, $-CF_3$, $-OCH_3$, $-F$, $-Cl$, $-NH_2$, $-OC(O)NH$ -up to per-halosubstituted

phenyl,

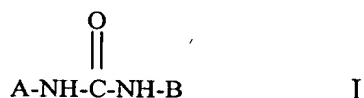
-SO₂CH₃ , pyridinyl, phenyl, up to per-halosubstituted phenyl and C₁-C₆ alkyl substituted phenyl.

23. (Previously presented) A method as in claim 15, comprising administering an amount of compound of formula I effective to inhibit raf kinase.

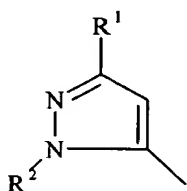
24. (Previously presented) A pharmaceutical composition comprising an effective amount of a compound of claim 1 and a pharmaceutically acceptable carrier.

25. (Previously presented) A pharmaceutical composition comprising an effective amount of a compound of claim 2 and a pharmaceutically acceptable carrier.

26. (Currently Amended) A method for treating a solid cancer, melanoma or adenoma, comprising administering an effective amount of a compound of formula I or a pharmaceutically acceptable salt thereof to a host in need thereof:



wherein A is



wherein R¹ is selected from the group consisting of C₃-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₁-C₁₀ alkyl and up to per-halosubstituted C₃-C₁₀ cycloalkyl;

B is a substituted or unsubstituted, up to tricyclic, aryl or heteroaryl moiety of up to 30

carbon atoms with at least one 5- or 6-member aromatic structure containing 0-4 members of the group consisting of nitrogen, oxygen and sulfur, substituted by -M-L¹ and optionally ~~wherein if B is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and X_n,~~

wherein n is 0-2 ~~0-3~~ and each X is independently selected from the group consisting of -CN, CO₂R⁵, -C(O)NR⁵R^{5'}, -C(O)R⁵, -NO₂, -OR⁵, -SR⁵, -NR⁵R^{5'}, -NR⁵C(O)OR^{5'}, -NR⁵C(O)R^{5'}, C₁-C₁₀ alkyl, C₂₋₁₀-alkenyl, C₁₋₁₀-alkoxy, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₇-C₂₄ alkaryl, C₃-C₁₃ heteroaryl, C₄-C₂₃ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₂₋₁₀-alkenyl, substituted C₁₋₁₀-alkoxy, substituted C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₆-C₁₄ aryl, up to per-halosubstituted C₃-C₁₃ heteroaryl substituted C₄-C₂₃ alkheteroaryl and M-L¹;

where X is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵R^{5'}, -NO₂, -NR⁵C(O)R^{5'}, -NR⁵C(O)OR^{5'} and halogen up to per-halosubstitution;

wherein R⁵ and R^{5'} are independently selected from H, C₁-C₁₀ alkyl, C₂₋₁₀-alkenyl, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₃ alkheteroaryl, up to per-halosubstituted C₁-C₁₀ alkyl, up to per-halosubstituted C₂₋₁₀-alkenyl, up to per-halosubstituted C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₆-C₁₄ aryl and up to per-halosubstituted C₃-C₁₃ heteroaryl,

wherein M is -O-, -S-, -N(R⁵)-, -(CH₂)_m-, -C(O)-, -CH(OH)-, -(CH₂)_mO-, -(CH₂)_mS-, -(CH₂)_mN(R⁵)-, -O(CH₂)_m-, -CHX^a-, -CX^a₂-, -S-(CH₂)_m- or -N(R⁵)(CH₂)_m-,

m = 1-3, and X^a is halogen; and

L¹ is a 5- or 6-member aromatic structure containing 0-2 members of the group consisting of nitrogen, oxygen and sulfur atoms which is unsubstituted or substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1}, wherein n1 is 0 to 3 and each Z is independently -CN, -C(O)R⁵, -CO₂R⁵, -C(O)NR⁵R^{5'}, -C(O)NR⁵, -NO₂, -OR⁵, -SR⁵, -NR⁵R^{5'}, -NR⁵C(O)OR^{5'}, -NR⁵C(O)R^{5'}, C₁-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₃ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₃-C₁₀ cycloalkyl,

substituted C₇-C₂₄ alkaryl or substituted C₄-C₂₃ alkheteroaryl;

wherein if Z is a substituted group, it is substituted by the one or more substituents independently selected from the group consisting of -CN, -CO₂R⁵,

-C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NO₂, -NR⁵R^{5'}, -NR⁵C(O)R^{5'} and -NR⁵C(O)OR^{5'}, and

wherein R² is C₆-C₁₄ aryl, C₃-C₁₄ heteroaryl, substituted C₆-C₁₄ aryl or substituted C₃-C₁₄ heteroaryl,

wherein if R² is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and V_n,

wherein n = 0-3 and each V is independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵R^{5'}, -OC(O)NR⁵R^{5'}, -NR⁵C(O)OR^{5'}, -NR⁵C(O)OR^{5'}, -SO₂R⁵, -SOR⁵, -NR⁵C(O)R^{5'}, -NO₂, C₁-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₄ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₃-C₁₀ cycloalkyl, substituted C₆-C₁₄ aryl, substituted C₃-C₁₃ heteroaryl, substituted C₇-C₂₄ alkaryl and substituted C₄-C₂₄ alkheteroaryl,

where V is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R^{5'}, -NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵C(O)R^{5'}, -NR⁵C(O)OR^{5'} and -NO₂,

wherein R⁵ and R^{5'} are each independently as defined above.

27. (Previously presented) A method as in claim 26, wherein the compound of formula I displays IC₅₀s between 10nM and 10μM as determined by an in-vitro raf kinase assay.

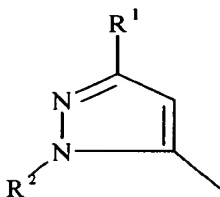
28. (Previously presented) A method according to claim 26, wherein the disease is a cancer dependent upon the raf protein signal transduction cascade and is treated by inhibiting raf kinase.

29. (Previously presented) A method according to claim 26, wherein the solid cancer is a carcinoma of the lungs, pancreas, thyroid, bladder or colon.

30. (Currently Amended) A compound of formula I or a pharmaceutically acceptable salt thereof



wherein A is



wherein R¹ is C₃-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₁-C₁₀ alkyl or up to per-halosubstituted C₃-C₁₀ cycloalkyl;

B is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinoliny, isoquinoliny, phthalimidiny, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl substituted by -M-L¹; and is optionally substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and X_n,

wherein n is 0-2 and each X is independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)NR⁵R⁵', -C(O)R⁵, -NO₂, -OR⁵, -SR⁵, -NR⁵R⁵', -NR⁵C(O)OR⁵', -NR⁵C(O)R⁵', C₁-C₁₀ alkyl, C₂-C₁₀ alkenyl, C₁-C₁₀ alkoxy, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₇-C₂₄ alkaryl, C₃-C₁₃ heteroaryl, C₄-C₂₃ alkheteroaryl, substituted C₁-C₁₀ alkyl,

substituted C₂-C₁₀ alkenyl, substituted C₁-C₁₀ alkoxy, substituted C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₆-C₁₄ aryl, up to per-halosubstituted C₃-C₁₃ heteroaryl and substituted C₄-C₂₃ alkheteroaryl and -M-L¹;

where X is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵R^{5'}, -NO₂, -NR⁵C(O)R^{5'}, -NR⁵C(O)OR^{5'} and halogen up to per-halosubstitution;

wherein R⁵ and R^{5'} are independently selected from H, C₁-C₁₀ alkyl, C₂-C₁₀ alkenyl, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₃ alkheteroaryl, up to per-halosubstituted C₁-C₁₀ alkyl, up to per-halosubstituted C₂-C₁₀ alkenyl, up to per-halosubstituted C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₆-C₁₄ aryl and up to per-halosubstituted C₃-C₁₃ heteroaryl,

wherein M is -O-, -S-, -N(R⁵)-, -(CH₂)_m-, -C(O)-, -CH(OH)-, -(CH₂)_mO-, -NR⁵C(O)NR⁵R^{5'}-, -NR⁵C(O)-, -C(O)NR⁵, -O(CH₂)_m-, -(CH₂)_mS-, -(CH₂)_mN(R⁵)-, -O(CH₂)_m-, -CHX^a-, -CX^a₂-, -S-(CH₂)_m- or -N(R⁵)(CH₂)_m-,

m = 1-3, and X^a is halogen; and

L¹ is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, optionally substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1},

wherein n1 is 0 to 3 and each Z is independently -CN, -CO₂R⁵, -C(O)NR⁵R^{5'}, -C(O)NR⁵, -NO₂, -OR⁵, -SR⁵, -NR⁵R^{5'}, -NR⁵C(O)OR^{5'}, -C(O)R⁵, NR⁵C(O)R^{5'}, C₁-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₃ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₃-C₁₀ cycloalkyl, substituted C₇-C₂₄ alkaryl or substituted C₄-C₂₃ alkheteroaryl;

wherein if Z is a substituted group, it is substituted by the one or more substituents independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NO₂, -NR⁵R^{5'}, -NR⁵C(O)R^{5'} and -NR⁵C(O)OR^{5'}, and

wherein R² is optionally substituted phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl,

naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, wherein if R² is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and V_n,

wherein n = 0-3 and each V is independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵R^{5'}, -C(O)R⁵, -OC(O)NR⁵R^{5'}, -NR⁵C(O)OR^{5'}, -SO₂R⁵, -SOR⁵, -NR⁵C(O)R^{5'}, -NO₂, C₁-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₄ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₃-C₁₀ cycloalkyl, substituted C₆-C₁₄ aryl, substituted C₃-C₁₃ heteroaryl, substituted C₇-C₂₄ alkaryl and substituted C₄-C₂₄ alkheteroaryl,

where if V is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R^{5'}, -NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵C(O)R^{5'}, -NR⁵C(O)OR^{5'} and -NO₂;

wherein R⁵ and R^{5'} are each independently as defined above.

31. (Previously presented) A compound as in claim 30 wherein R² is phenyl, substituted phenyl, pyridinyl or substituted pyridinyl, L¹ is phenyl or pyridinyl, M is -O-, -S- or -CH₂, X and Z are independently Cl, F, CF₃, NO₂ or CN, and R¹ is t-butyl.

32. (Previously presented) A compound as in claim 1 wherein B is optionally substituted diphenyl ether, diphenyl thioether, diphenyl amine, phenylpyridinyl ether, pyridinylmethylphenyl, phenylpyridinylthioether, phenylbenzothiazolyl ether, phenylbenzothiazolyl thioether, phenylpyrimidinyl ether, phenylquinoline thioether, phenylnaphthyl ether, pyridinylnaphthyl ether, pyridinylnaphthyl thioether, and phthalimidylmethylphenyl and R² is phenyl, substituted phenyl, pyridinyl or substituted pyridinyl.

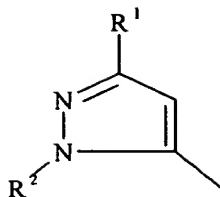
33. (Currently Amended) A compound of formula I or a pharmaceutically acceptable salt



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thereof

wherein A is



wherein R^1 is C_3 - C_{10} alkyl, C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_1 - C_{10} alkyl or up to per-halosubstituted C_3 - C_{10} cycloalkyl;

B is phenyl, pyridinyl, or naphthyl, ~~quinolinyl or isoquinolinyl~~, substituted by $-M-L^1$; and is optionally substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and X_n ,

wherein n is 0-2 and each X is independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2R^5$, $-\text{C}(\text{O})\text{NR}^5R^{5'}$, $-\text{C}(\text{O})R^5$, $-\text{NO}_2$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5R^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^5$, $-\text{NR}^5\text{C}(\text{O})R^5$, C_1 - C_{10} alkyl, C_2 - C_{10} alkenyl, C_1 - C_{10} alkoxy, C_3 - C_{10} cycloalkyl, C_6 - C_{14} aryl, C_7 - C_{24} alkaryl, C_3 - C_{13} heteroaryl, C_4 - C_{23} alkheteroaryl, substituted C_1 - C_{10} alkyl, substituted C_2 - C_{10} alkenyl, substituted C_1 - C_{10} alkoxy, substituted C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_6 - C_{14} aryl, up to per-halosubstituted C_3 - C_{13} heteroaryl and substituted C_4 - C_{23} alkheteroaryl and $-M-L^1$;

where X is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2R^5$, $-\text{C}(\text{O})R^5$, $-\text{C}(\text{O})\text{NR}^5R^{5'}$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5R^{5'}$, $-\text{NO}_2$, $-\text{NR}^5\text{C}(\text{O})R^5$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^5$ and halogen up to per-halosubstitution;

wherein R^5 and $R^{5'}$ are independently selected from H, C_1 - C_{10} alkyl, C_2 - C_{10} alkenyl, C_3 - C_{10} cycloalkyl, C_6 - C_{14} aryl, C_3 - C_{13} heteroaryl, C_7 - C_{24} alkaryl, C_4 - C_{23} alkheteroaryl, up to per-halosubstituted C_1 - C_{10} alkyl, up to per-halosubstituted C_2 - C_{10} alkenyl, up to per-halosubstituted C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_6 - C_{14} aryl and up to per-halosubstituted C_3 - C_{13} heteroaryl,

wherein M is $-\text{O}-$, $-\text{S}-$, or $-\text{N}(\text{R}^5)-$, $-(\text{CH}_2)_m-$, ~~$-\text{C}(\text{O})-$, $-\text{CH}(\text{OH})-$, $(\text{CH}_2)_m\text{O}-$, $-\text{NR}^5\text{C}(\text{O})\text{NR}^5R^{5'}$, $-\text{NR}^5\text{C}(\text{O})-$, $-\text{C}(\text{O})\text{NR}^5$, $-\text{O}(\text{CH}_2)_m-$, $(\text{CH}_2)_m\text{S}-$, $(\text{CH}_2)_m\text{N}(\text{R}^5)-$, $-\text{O}(\text{CH}_2)_m-$, $-\text{CHX}^a$, $-\text{CX}^a_2$, $-\text{S}(\text{CH}_2)_m$ or $-\text{N}(\text{R}^5)(\text{CH}_2)_m-$~~

m = 1-3, and X^a is halogen; and

L¹ is ~~phenyl~~, pyridinyl, ~~naphthyl~~, quinolinyl or isoquinolinyl, optionally substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1},

wherein n1 is 0 to 3 and each Z is independently -CN, -CO₂R⁵, -C(O)NR⁵R^{5'}, -C(O)NR⁵, -NO₂, -OR⁵, -SR⁵, -NR⁵R^{5'}, -NR⁵C(O)OR^{5'}, -C(O)R⁵, NR⁵C(O)R^{5'}, C₁-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₃ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₃-C₁₀ cycloalkyl, substituted C₇-C₂₄ alkaryl and or substituted C₄-C₂₃ alkheteroaryl;

wherein if Z is a substituted group, it is substituted by the one or more substituents independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NO₂, -NR⁵R^{5'}, -NR⁵C(O)R^{5'} and -NR⁵C(O)OR^{5'}, and

wherein R² is unsubstituted phenyl, unsubstituted pyridinyl, substituted phenyl or substituted pyridinyl

wherein if R² is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and V_n,

wherein n = 0-3 and each V is independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵R^{5'}, -C(O)R⁵, -OC(O)NR⁵R^{5'}, -NR⁵C(O)OR^{5'}, -SO₂R⁵, -SOR⁵, -NR⁵C(O)R^{5'}, -NO₂, C₁-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₄ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₃-C₁₀ cycloalkyl, substituted C₆-C₁₄ aryl, substituted C₃-C₁₃ heteroaryl, substituted C₇-C₂₄ alkaryl and substituted C₄-C₂₄ alkheteroaryl,

where if V is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R^{5'}, -NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵C(O)R^{5'}, -NR⁵C(O)OR^{5'} and -NO₂;

wherein R⁵ and R^{5'} are each independently as defined above.

34. (Currently amended) A compound of claim 33 wherein one of the following combinations is satisfied:

R²= unsubstituted phenyl, B=phenyl and L¹ is ~~phenyl~~, ~~naphthyl~~, pyridinyl, quinolinyl or

isoquinolinyl,

R^2 = unsubstituted phenyl, B=pyridinyl and L^1 is ~~phenyl, naphthyl~~, pyridinyl, quinolinyl or isoquinolinyl,

R^2 = unsubstituted phenyl, B = naphthyl and L^1 is ~~phenyl, naphthyl~~, pyridinyl, quinolinyl or isoquinolinyl,

R^2 = unsubstituted pyridinyl, B= phenyl and L^1 is ~~phenyl, naphthyl~~, pyridinyl, quinolinyl or isoquinolinyl,

R^2 = unsubstituted pyridinyl, B= pyridinyl and L^1 is ~~phenyl, naphthyl~~, pyridinyl, quinolinyl or isoquinolinyl,

R^2 = unsubstituted pyridinyl, B= naphthyl and L^1 is ~~phenyl, naphthyl~~, pyridinyl, quinolinyl or isoquinolinyl,

R^2 = substituted phenyl, B=phenyl and L^1 is ~~phenyl, naphthyl~~, pyridinyl, quinolinyl or isoquinolinyl,

R^2 = substituted phenyl, B=pyridinyl and L^1 is ~~phenyl, naphthyl~~, pyridinyl, quinolinyl or isoquinolinyl,

R^2 = substituted phenyl, B = naphthyl and L^1 is ~~phenyl, naphthyl~~, pyridinyl, quinolinyl or isoquinolinyl,

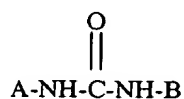
R^2 = substituted pyridinyl, B= phenyl and L^1 is ~~phenyl, naphthyl~~, pyridinyl, quinolinyl or isoquinolinyl,

R^2 = substituted pyridinyl, B= pyridinyl and L^1 is ~~phenyl, naphthyl~~, pyridinyl, quinolinyl or isoquinolinyl, or

R^2 = substituted pyridinyl, B= naphthyl and L^1 is ~~phenyl, naphthyl~~, pyridinyl, quinolinyl or isoquinolinyl.

Please add the following new claims:

35. (New) A method for treating tumors, comprising administering an effective amount of a compound of formula I or a pharmaceutically acceptable salt thereof to a host in need thereof:

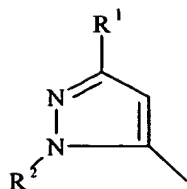


35

I

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wherein A is



wherein R¹ is selected from the group consisting of C₃-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₁-C₁₀ alkyl and up to per-halosubstituted C₃-C₁₀ cycloalkyl;

B is a substituted or unsubstituted, up to tricyclic, aryl or heteroaryl moiety of up to 30 carbon atoms with at least one 5- or 6-member aromatic structure containing 0-4 members of the group consisting of nitrogen, oxygen and sulfur, wherein if B is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and X_n,

wherein n is 0-3 and each X is independently selected from the group consisting of -CN, CO₂R⁵, -C(O)NR⁵R^{5'}, -C(O)R⁵, -NO₂, -OR⁵, -SR⁵, -NR⁵R^{5'}, -NR⁵C(O)OR^{5'}, -NR⁵C(O)R^{5'}, C₁-C₁₀ alkyl, C₂₋₁₀-alkenyl, C₁₋₁₀-alkoxy, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₇-C₂₄ alkaryl, C₃-C₁₃ heteroaryl, C₄-C₂₃ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₂₋₁₀-alkenyl, substituted C₁₋₁₀-alkoxy, substituted C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₆-C₁₄ aryl, up to per-halosubstituted C₃-C₁₃ heteroaryl substituted C₄-C₂₃ alkheteroaryl and M-L¹;

where X is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵R^{5'}, -NO₂, -NR⁵C(O)R^{5'}, -NR⁵C(O)OR^{5'} and halogen up to per-halosubstitution;

wherein R⁵ and R^{5'} are independently selected from H, C₁-C₁₀ alkyl, C₂₋₁₀-alkenyl, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₃ alkheteroaryl, up to per-halosubstituted C₁-C₁₀ alkyl, up to per-halosubstituted C₂₋₁₀-alkenyl, up to per-halosubstituted C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₆-C₁₄ aryl and up to per-halosubstituted C₃-C₁₃ heteroaryl,

wherein M is -O-, -S-, -N(R⁵)-,

$-(CH_2)_m-$, $-C(O)-$, $-CH(OH)-$, $-(CH_2)_mO-$, $-(CH_2)_mS-$, $-(CH_2)_mN(R^5)-$, $-O(CH_2)_m-$,
 $-CHX^a-$, $-CX^a_2-$, $-S-(CH_2)_m-$ or $-N(R^5)(CH_2)_m-$,

$m = 1-3$, and X^a is halogen; and

L^1 is a 5- or 6-member aromatic structure containing 0-2 members of the group consisting of nitrogen, oxygen and sulfur atoms which is unsubstituted or substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1} , wherein $n1$ is 0 to 3 and each Z is independently $-CN$, $-C(O)R^5$, $-CO_2R^5$, $-C(O)NR^5R^{5'}$, $-C(O)NR^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$, $-NR^5C(O)R^5$, C_1-C_{10} alkyl, C_3-C_{10} cycloalkyl, C_6-C_{14} aryl, C_3-C_{13} heteroaryl, C_7-C_{24} alkaryl, C_4-C_{23} alkheteroaryl, substituted C_1-C_{10} alkyl, substituted C_3-C_{10} cycloalkyl, substituted C_7-C_{24} alkaryl or substituted C_4-C_{23} alkheteroaryl;

wherein if Z is a substituted group, it is substituted by the one or more substituents independently selected from the group consisting of $-CN$, $-CO_2R^5$, $-C(O)NR^5R^{5'}$, $-OR^5$, $-SR^5$, $-NO_2$, $-NR^5R^{5'}$, $-NR^5C(O)R^5$ and $-NR^5C(O)OR^{5'}$, and

wherein R^2 is C_6-C_{14} aryl, C_3-C_{14} heteroaryl, substituted C_6-C_{14} aryl or substituted C_3-C_{14} heteroaryl,

wherein if R^2 is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and V_n ,

wherein $n = 0-3$ and each V is independently selected from the group consisting of $-CN$, $-CO_2R^5$, $-C(O)NR^5R^{5'}$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-OC(O)NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$, $-NR^5C(O)R^5$, $-SO_2R^5$, $-SOR^5$, $-NR^5C(O)R^5$, $-NO_2$, C_1-C_{10} alkyl, C_3-C_{10} cycloalkyl, C_6-C_{14} aryl, C_3-C_{13} heteroaryl, C_7-C_{24} alkaryl, C_4-C_{24} alkheteroaryl, substituted C_1-C_{10} alkyl, substituted C_3-C_{10} cycloalkyl, substituted C_6-C_{14} aryl, substituted C_3-C_{13} heteroaryl, substituted C_7-C_{24} alkaryl and substituted C_4-C_{24} alkheteroaryl,

where V is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, $-CN$, $-CO_2R^5$, $-C(O)R^5$, $-C(O)NR^5R^{5'}$, $-NR^5R^{5'}$, $-OR^5$, $-SR^5$, $-NR^5C(O)R^5$, $-NR^5C(O)OR^{5'}$ and $-NO_2$,

wherein R^5 and $R^{5'}$ are each independently as defined above.

36. (New) A method as in claim 35, wherein the compound of formula I displays IC50s between 10nM and 10μM as determined by an in-vitro raf kinase assay.

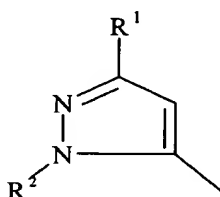
37. (New) A method according to claim 35, wherein the disease is a cancer dependent upon the raf protein signal transduction cascade and is treated by inhibiting raf kinase.

38. (New) A method according to claim 35, wherein the solid cancer is a carcinoma of the lungs, pancreas, thyroid, bladder or colon.

39. (New) A compound of Formula I or a pharmaceutically acceptable salt thereof



wherein A is



wherein R² is phenyl substituted by one or more substituents independently selected from halogen, up to per-halosubstitution an V_n, wherein n=0-1 and each V is independently -NO₂, -NHC(O)CH₃, -NH₂, CH₃, -OCH₃ or -SO₂CH₃;

B is phenyl, substituted by M-L¹ and is optionally substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution and X_n

wherein n is 0-2 and each X is independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)NR⁵R^{5'}, -C(O)R⁵, -NO₂, -OR⁵, -SR⁵, -NR⁵R^{5'}, -NR⁵C(O)OR^{5'}, -NR⁵C(O)R^{5'}, C₁-C₁₀ alkyl, C₂-C₁₀ alkenyl, C₁-C₁₀ alkoxy, C₃-C₁₀ cycloalkyl, C₆-

C₁₄ aryl, C₇-C₂₄ alkaryl, C₃-C₁₃ heteroaryl, C₄-C₂₃ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₂-C₁₀ alkenyl, substituted C₁-C₁₀ alkoxy, substituted C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₆-C₁₄ aryl, up to per-halosubstituted C₃-C₁₃ heteroaryl and substituted C₄-C₂₃ alkheteroaryl and -M-L¹;

where X is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵R^{5'}, -NO₂, -NR⁵C(O)R^{5'}, -NR⁵C(O)OR^{5'} and halogen up to per-halosubstitution;

wherein R⁵ and R^{5'} are independently selected from H, C₁-C₁₀ alkyl, C₂-C₁₀ alkenyl, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₃ alkheteroaryl, up to per-halosubstituted C₁-C₁₀ alkyl, up to per-halosubstituted C₂-C₁₀ alkenyl, up to per-halosubstituted C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₆-C₁₄ aryl and up to per-halosubstituted C₃-C₁₃ heteroaryl,

wherein M is -O-, -S-, -N(R⁵)-, -(CH₂)_m-, -C(O)-, -CH(OH)-, -(CH₂)_mO-, -NR⁵C(O)NR⁵R^{5'}-, -NR⁵C(O)-, -C(O)NR⁵, -O(CH₂)_m-, -(CH₂)_mS-, -(CH₂)_mN(R⁵)-, -CHX^a-, -CX^a₂-, -S-(CH₂)_m- or -N(R⁵)(CH₂)_m-,

m = 1-3, and X^a is halogen; and

L¹ is pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, optionally substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1},

wherein n1 is 0 to 3 and each Z is independently -CN, -CO₂R⁵, -C(O)NR⁵R^{5'}, -C(O)NR⁵, -NO₂, -OR⁵, -SR⁵, -NR⁵R^{5'}, -NR⁵C(O)OR^{5'}, -C(O)R⁵, NR⁵C(O)R^{5'}, C₁-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₃ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₃-C₁₀ cycloalkyl, substituted C₇-C₂₄ alkaryl or substituted C₄-C₂₃ alkheteroaryl;

wherein if Z is a substituted group, it is substituted by the one or more substituents independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NO₂, -NR⁵R^{5'}, -NR⁵C(O)R^{5'} and -NR⁵C(O)OR^{5'}.

40. (New) A compound which is

- N-(1-(3-aminophenyl)-3-tert-butyl-5-pyrazolyl)-N'-(4-phenoxyphenyl) urea;
- N-(1-(3-actamidophenyl)-3-tert-butyl-5-pyrazolyl)-N'-(4-phenoxyphenyl)urea;
- N-(1-(3-nitrophenyl)-3-tert-butyl-5-pyrazolyl)-N'-(4-phenoxyphenyl)urea;
- N-(1-(phenyl)-3-tert-butyl-5-pyrazolyl)-N'-(4-(4-pyridinyl methyl)phenyl) urea;
- N-(1-(4 pyridinyl)-3-tert-butyl-5-pyrazolyl)-N'-(4-(4-pyridinyl methyl)phenyl) urea;
- N-(1-(2, 5 dichloro phenyl)-3-tert-butyl-5-pyrazolyl)-N'-(4-(4-pyridinyl methyl)phenyl) urea;
- N-(1-(4-fluoro phenyl)-3-tert-butyl-5-pyrazolyl)-N'-(4-(4-pyridinyl methyl)phenyl) urea;
- N-(1-(2-methyl phenyl)-3-tert-butyl-5-pyrazolyl)-N'-(4-(4-pyridinyl methyl)phenyl) urea;
- N-(1-(3 fluoro phenyl)-3-tert-butyl-5-pyrazolyl)-N'-(4-(4-pyridinyl methyl)phenyl) urea;
- N-(1-(4-methylsulfoxy phenyl)-3-tert-butyl-5-pyrazolyl)-N'-(4-(4-pyridinyl methyl)phenyl) urea;
- N-(1-(4-nitro phenyl) -3-tert-butyl-5-pyrazolyl)-N'-(4-(4-pyridinyl methyl)phenyl) urea;
- N-(1-(3-methoxy phenyl) -3-tert-butyl-5-pyrazolyl)-N'-(4-(4-pyridinyl methyl)phenyl) urea;
- N-(1-(3-amino phenyl) -3-tert-butyl-5-pyrazolyl)-N'-(4-(4-pyridinyl methyl)phenyl) urea;
- N-(1-(3-nitro phenyl) -3-tert-butyl-5-pyrazolyl)-N'-(4-(4-pyridinyl methyl)phenyl) urea;
- N-(1-(3-amino phenyl) -3-tert-butyl-5-pyrazolyl)-N'-(4-(4-pyridinyl thio)phenyl) urea.